



CORPORATION SERVICE COMPANY\*

May 9, 2005

Barbara Saddler  
Surface Transportation Board  
Recordation Office  
1925 K Street, N.W., Suite 70  
Washington D.C. 20423  
(202) 565-1656  
(202) 565-9004 – Fax  
[Barbara.Saddler@stb.dot.gov](mailto:Barbara.Saddler@stb.dot.gov)

RE: 143391-1

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of September 20, 2004 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING, INC.**  
1211 Avenue of the Americas New York, NY 10036

Lessee: **RAILTEX, INC.**  
5300 Broken Sound Boulevard NW Boca Raton, FL 33487

**A short summary of the document to appear in the index follows:**

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING, INC.** and Lessee: **RAILTEX, INC.** covering 49 flat cars with reporting marks and numbers –ATW 53003 – ATW 53091 - NOT INCLUSIVE.

Please file this memorandum as a PRIMARY document and return one (1) stamped original to my attention. A check covering the filing fee of thirty-two dollars (\$32.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-995-5071 ext. 3813.

Thank you for your prompt assistance.

Sincerely,

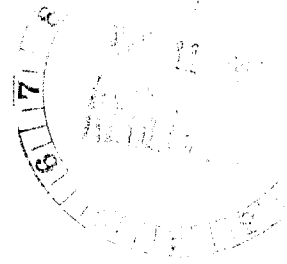
April O'Shea  
Motor Vehicle Specialist  
Corporation Service Company  
801 Adlai Stevenson Drive  
Springfield, IL 62703  
(800) 995-5071 ext. 3813

RECORDATION NO. 25582 FILED

MAY 13 '05

10-32 AM

SURFACE TRANSPORTATION BOARD



MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 20<sup>th</sup> day of Sept, 2004, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and RAILTEX, INC., a Texas corporation, with an address at 5300 Broken Sound Blvd., N.W., Boca Raton, FL 33487 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of 9/20, 2004, covering certain equipment described therein, ~~and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board on \_\_\_\_\_, 2004 as Recordation Number \_\_\_\_\_~~

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in Schedule A hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Joseph J. Mankowski  
Name: Joseph Mankowski  
Title: Senior Vice President

RECORDATION NO: 25582 FILED

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10-32 AM

SURFACE TRANSPORTATION BOARD

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

RAILTEX, INC.

By: Sandra K. Franger  
Name: Sandra K. Franger  
Title: V.P. Contracts

# Schedule A

## Number of Cars

## Equipment Description

49 68' Flat Car

1	ATW	53003
2	ATW	53004
3	ATW	53007
4	ATW	53008
5	ATW	53010
6	ATW	53011
7	ATW	53016
8	ATW	53017
9	ATW	53019
10	ATW	53020
11	ATW	53022
12	ATW	53023
13	ATW	53024
14	ATW	53025
15	ATW	53026
16	ATW	53029
17	ATW	53030
18	ATW	53031
19	ATW	53033
20	ATW	53035
21	ATW	53040
22	ATW	53041
23	ATW	53044
24	ATW	53046
25	ATW	53047
26	ATW	53048
27	ATW	53049
28	ATW	53050
29	ATW	53053
30	ATW	53059
31	ATW	53062
32	ATW	53064
33	ATW	53067
34	ATW	53068
35	ATW	53070
36	ATW	53071
37	ATW	53073
38	ATW	53075
39	ATW	53076
40	ATW	53077
41	ATW	53079
42	ATW	53081
43	ATW	53083
44	ATW	53084
45	ATW	53085
46	ATW	53086
47	ATW	53087
48	ATW	53089
49	ATW	53091